



ORIENT GREEN POWER COMPANY LIMITED

27th July 2018

The BSE Limited
Corporate Relations Department,
P.J. Towers,
Dalal Street,
Mumbai-400 001
Scrip Code: 533263

The National Stock Exchange
of India Limited
Department of Corporate Services,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Mumbai-400 051
Scrip Code: GREENPOWER

Dear Sir/Madam,

Sub: Submission of Scrutinizer Report for the 11th Annual General Meeting of the Company

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, we hereby submit the Scrutinizer Report of Ms. B Chandra, Partner M/s. B Chandra & Associates, Practising Company Secretaries for the remote e- voting and also through ballot conducted at the 11th Annual General Meeting of the Company, held on Thursday, July 26, 2018 at 3.00 p.m. at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai 600017.

We request you to kindly take the same on record and oblige.

Yours faithfully,

For Orient Green Power Company Limited

P Srinivasan

Company Secretary & Compliance Officer



Encl: as above



B. CHANDRA
Practising Company Secretary

AG3, Ragamalika,
#26, Kumaran Colony Main Road,
Vadapalani, Chennai - 600026.
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FORM NO. MGT - 13

Report of the Scrutinizer(s) [Pursuant to rule section 108 & 109 of the Companies Act, 2013
and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as
amended upto date

27th July 2018

To

The Chairman,

of the Annual General Meeting of M/s. Orient Green Power Company Limited held on 26th July, 2018 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai, Tamil Nadu 600017 at 3.00 p.m.

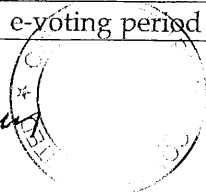
Subject: Voting at Annual General Meeting – Ordinary resolutions under different provisions of the Companies Act, 2013 read with Rules made there under– Voting through electronic means in terms of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.

Dear Sir,

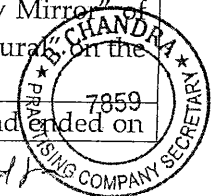
I, B Chandra, Partner B Chandra & Associates, Practising Company Secretaries, having our office at AG3, Ragamalika, No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the Board resolution passed on 03/05/2018, for the purpose of remote e- voting and through ballot, at the Annual General Meeting of M/s. Orient Green Power Company Limited held on 26th July, 2018 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road,, T.Nagar, Chennai, Tamil Nadu 600017 at 3.00 p.m. on the below mentioned resolutions, hereby submit my report as under:

a.	Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 29 th June 2018 and to the other shareholders by registered post on the 30 th June 2018 and subsequently, the Notice convening the meeting was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL).
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Trinity Mirror" of wide circulation on 2 nd July, 2018 and in a vernacular newspaper " Makkal Kurai " on the same date.
c.	The remote e-voting period commenced on 20 th July, 2018 at 10:00 A.M. and ended on

P. Suresh



B. Chandra



	25 th July, 2018 at 05:00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 25 th July, 2018 at 05:00 P.M, the CDSL portal was blocked for voting.
e.	The List of shareholders who cast their votes through remote e-voting were unblocked in the presence of two witnesses on July 26, 2018.
f.	The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board /Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.


At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll through ballot, taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs dated 19-03-2015.


The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the one ballot box kept at convenient locations in the Venue.

1. At the time fixed for closing of the poll by the Chairman the ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To consider and adopt the Audited Financial Statements (Standalone and Consolidated Financial Statements), of the Company for the Financial Year ended 31 st March, 2018, and reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. R. Sundara Rajan (DIN: 00498404) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.	Ordinary

R. Sundara Rajan


B. Chandra


3	To ratify the appointment of M/s. G.D. Apte & Co, Chartered Accountants, Pune (Firm Registration No. 100515W) as the Statutory Auditors of the Company Auditors and fix their remuneration.	Ordinary
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On the conclusion of the Annual General Meeting, the votes cast through remote e-voting was unblocked and were available for viewing by the undersigned. The votes cast through e-voting and through ballot in the venue of the Annual General Meeting were duly considered after ignoring duplicates votes cast, if any, pursuant to the extant rules.

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

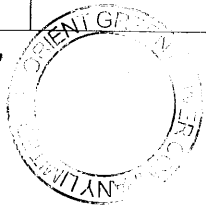
The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e-voting/ poll in the AGM		Number of members who cast their Votes which were valid	Number of members who cast their Votes which were invalid
	ASSENT	DISSENT		
1	36	3	39	0
2	34	5	39	0
3	36	3	39	0

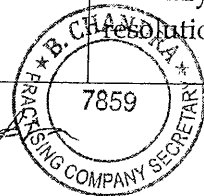
The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E VOTING & POLL						
Resolution S.No	No of votes cast in favour	No of votes cast against	Total – InValid Votes	Assent %	Dissent %	Passed with requisite majority/Not Passed
1*	379340060	2770	0	99.9993	0.0007	Passed as ordinary resolution
2*	379338110	4720	0	99.9988	0.0012	Passed as ordinary resolution
3*	379340110	2720	0	99.9993	0.0007	Passed as ordinary resolution

F. Suresh



B. C. Chaudhary



* the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of resolutions in S Nos 1 to 3

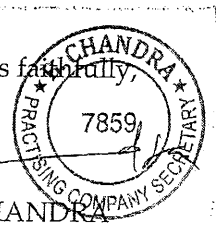
I hereby report that the above resolutions were passed with requisite majority.

4. The poll papers and all other relevant records have been sealed and kept under the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking you,

Yours faithfully,

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B CHANDRA

Company Secretary in Practice

CP No 7859

Encl: Polling Papers 2 in number.

For COMPANY SECRETARY

R. Srinivasan